

THIRD PARTY CODE OF CONDUCT





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Overview

This document is the ENEVA Third Party Code of Conduct (“Code”) and was drafted by ENEVA aiming to make its representatives, service providers, outsourced workers, any other individual or legal persons and other business partners (“Third Parties”) aware of the principles and values that guide ENEVA's performance. This Code applies to Third Parties who hold business, commercial or partnership relationships with any companies controlled or under the common control of ENEVA.

ENEVA does not intend to cover all events related to its daily business activities. However, the standards provided for herein are a priority, and should always be a reference for defining the Third Party's standard of conduct.

The Third Parties are responsible for disclosing and ensuring the standards contained herein among their employees, ensuring that all persons, including subcontractors, comply with the ethical principles referred to herein.

The Third Parties' actions must always comply with the principles of this Code. Any failure to comply with these rules may lead to applicable contractual and administrative penalties.

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Application

This Code applies to all Third Parties.

Compliance with the Law

The compliance with the law is ENEVA's top priority.

What is the Third Party's role?

All Third Parties must carry out their business in an ethical way, with integrity and transparency while making decisions and performing their professional activities. The Third Parties must comply with the requirements of the applicable laws, including, but not limited to, the anti-corruption, labor, tax, tax, environmental and other laws and good practices that are applicable to the goods and/or services offered to ENEVA wherever ENEVA carries out its business.

What are examples of practical actions aimed at said conduct?

In addition to contractual obligations, the Third Party shall:

- Adopt measures to prevent acts that violate anti-corruption laws, including, but not limited to, Decree-Law No. 2848, of December 7, 1940; Law No. 8429, of June 2, 1992; Law No. 9613, of March 3, 1998; Law No. 12846, of August 1, 2013; Decree No. 5687, of January 31, 2006, which ratified the United Nations Convention against Corruption adopted by the General Assembly of the United Nations on October 31, 2003; Decree No. 8420, of March 18, 2015, the ordinances and normative instructions issued by the Comptroller General of the Federal Government under the provisions of the law and decree mentioned above, as well as all laws, decrees, regulations and other normative acts issued by a governmental authority with jurisdiction related to this matter;
- Have norms or codes of conduct in force and applicable to their partners, collaborators, agents, representatives under whatever capacity, as well as integrity programs consistent with the best market practices and the requirements of the Brazilian law.



- Act in accordance with the legal requirements applicable to its operation, as well as union agreements and other applicable internal regulations;
- Provide health and safety conditions in the work environment, in compliance with the applicable laws and requirements established by ENEVA;
- Act in compliance with this Code, the ENEVA Code of Conduct and ENEVA's applicable policies.

Transparent business

ENEVA seeks to establish business relationships based on the principles of transparency, equity and joint development, and expects Third Parties behave this way, showing clarity and transparency in their actions and information provided.

What is the and other Third Party's role?

The Third Party is expected to do as follows regarding this issue:

- Comply with the competition protection law (antitrust), fostering competitiveness and equity;
- Provide all necessary information for the quotation, procurement, purchase and management of goods and services;
- Ensure the information provided to ENEVA is true;
- Carefully follow the stages and deadlines established for the contracting procedures;
- Reject and avoid any form of direct or indirect, public or private corruption, fraud, bribery, unlawful favoring, influence peddling, extortion and bribery in the relationships Eneva establishes by itself, their employees, or through their partners;
- Describe in detail and demonstrate the services and products provided, and provide the required proof;
- Submit to monitoring and audits of their activities by ENEVA or their representatives;



- Keep accounting records that appropriately show their transactions;
- Be transparent and act in good faith when they provide information or send documents to ENEVA.

Ethics and Integrity

The Third Parties in partnership with ENEVA shall carry out their actions based not only on legal principles, but also on ethics and integrity.

1. The Fight Against Corruption

What is the Third Party's role?

ENEVA requires that its Third Parties comply with the rules related to the fight against Corruption that are applicable to them, preventing the Third Party or any of its partners, shareholders, directors, employees, service providers or any other third party acting on their behalf from committing any illegal acts such as:

- Crimes against the Brazilian and foreign Public Administration provided for in the Criminal Code (Decree-Law No. 102.848/1940);
- Crimes provided for in the Bidding Law (Law No. 8666/1993, as amended);
- Torts provided for in the Brazilian Anticorruption Law (Law No. 12846/2013);
- Infractions provided for in the Administrative Improbity Law (Law No. 8429/1992, as amended); and
- Crimes against the economic order (Law No. 8137/1990, as amended).

What types of forbidden acts are provided for in these rules?

Primarily, these unlawful acts include:

Corruption: Promise, offer, pay, transfer, fund, agree to grant, finance, pay, sponsor something that is directly or indirectly valuable, to any public agent or the person related to it any undue advantage.



The legislation does not have a definition of what would be considered an undue advantage. Eneva does not admit the use of any form of unlawful payment, in cash or by any other mechanism, aiming to get an advantage in the relations with its interested parties, understanding that the definition of “advantage” includes bargaining or the guarantee of obtaining benefits or rights, even if they are due to the company.

The following are examples of undue advantages:

- Hospitality, entertainment and travel;
- Cars, jewelry, works of art;
- Loans;
- Privileged information or job opportunities;
- Charitable or political contributions.

Under no circumstances will Eneva accept the offer of payments and / or benefits of any value or kind, to streamline services due circumstances to their business obligations.

Improper conduct in bidding procedures, such as:

- Impair or defraud the competitive nature of a public bidding procedure;
- Prevent, disturb or defraud the performance of any act of public bidding procedure;
- Remove or seek to remove a bidder due to fraud or offering of any kind of advantage;
- Defraud public bidding or contract resulting from such bidding procedure;
- Create, either fraudulently or irregularly, a legal entity to participate in public bidding procedures or enter into an administrative contract.

Improper conduct in investigations and inspections: Impair the investigation or inspection of public bodies, entities or agents, or intervene in their activities, including within the scope of regulatory agencies and inspection bodies of the Brazilian national financial system.





How can I mitigate corruption risks?

Be careful with any relationship with:

Public Agents, that is, any public official from Brazil or another country, such as:

- Political agent, civil servant and public employee, belonging to the direct and indirect Public Administration of any of the Branches of the Federal Government, the States, the Federal District, the Municipalities, the Territory, a government-run company or entity for whose organization or funding the treasury has invested over fifty percent of the equity or the annual revenue, even in a temporary exercise of position or function and with no compensation;
- Political agent, public servant and public employee of diplomatic missions of a foreign country, of any governmental level or sphere, as well as legal entities directly or indirectly controlled by a Foreign Public Authority, including those candidates for public office.

Hold these meetings as ethically and transparently as possible, preferably at the body's headquarters, recording the discussions and not offering anything that can be deemed or actually be an undue advantage. For further details, check the Government Interaction Policy.

2. Conflicts of Interest

ENEVA requires that their Third Parties are not involved in situations that expose them to Conflicts of Interest.

Conflicts of interest may cause both financial and reputational damage to all concerned parties.

What types of situations are deemed conflicts of interest?

Conflicts may arise from the following events:

- Economic or financial interests in competitors, customers, distributors or suppliers, at the extent they may influence or appear to influence actions carried out on behalf of ENEVA;





- Family relationship with ENEVA's employees who can influence the selection or management of the Third Party by ENEVA;
- Personal relationships with public agents that can influence ENEVA's business.

The following are examples of situations that may be deemed conflict of interest:

- I am negotiating a contract with ENEVA but I am a shareholder of a competitor;
- I am negotiating a contract with ENEVA and someone in my company has a personal relationship with an ENEVA's employee;
- I have a contract with ENEVA and I have a close relationship with a public agent with whom ENEVA has business.

What is the Third Party's responsibility?

Third Parties are responsible for timely reporting to ENEVA any conflict of interest, whether actual or potential, so that the situation can be evaluated and appropriate measures adopted in that specific case.

For further details, refer to the Conflicts of Interest Policy.

3. Promotional Gifts, Gifts and Hospitality

What are the rules in relation to promotional gifts, gifts and hospitality?

Gifts, advantages, hospitality or privileges of whatever kind and modality must not be granted or offered to employees or relatives of Eneva's employees due to their relationship with suppliers pursuant to the Eneva Code of Conduct.



4. Free Competition

What is the Third Party's role?

The Third Party is responsible for ensuring compliance with competition laws.

Suppliers shall carry out their business in such a way that is consistent with fair competition principles and all applicable antitrust laws.

Whenever Third Parties get in contact with competitors, they shall act in a transparent manner, ensuring there are no misconducts and that any information either provided or received can be interpreted as a banned conduct under the competition laws.

For further details, see the Antitrust Policy.

5. Public Activities and Policies

What are the rules regarding Third Party's political propaganda?

The Third Party cannot spread any form of political propaganda or attempt to exert political influence regarding relations held with Eneva, including through its employees, and in its facilities or in sites where services are provided.

What about public and political positions?

The exercise of a public or political office by a Third Party's employee, partner, their family members, or a subcontractor, if this is allowed to be held along with serve the function carried out for Eneva, must be informed to the Company at the time the Third Party is contracted.

In case of subsequent changes that exclude employees, partners (and their family members) or subcontractors who hold political or public positions from the Third Party's staff, or include them, these changes must be reported to Eneva as soon as possible to update the Third Party's data.



Responsible Management and Respect

What is Responsible Management for the Third Party?

Eneva expects all Third Parties treat all people with respect and dignity, in compliance with the applicable legal requirements and internationally recognized labor, environmental and human rights laws.

Therefore, the Third Party must have a dynamic performance to prevent situations such as:

Harassment and Discrimination: Eneva does not accept, permit or condone any acts that are classified as discriminatory or biased practices of distinction, exclusion or preference, such as those related to physical, sexual, racial or moral harassment, or to gender, age, disability, nationality, ethnic origin, religion or belief, politics, sexual orientation or identity, race or color, marital status, family situation or Union-related activities against any person, or other situations protected by the Brazilian law.

Forced and child labor: Third Parties must reject and combat any and all forms of forced, slave or compulsory labor, as well as child labor, as defined in the applicable law.

- Improper working conditions: Third Parties must treat their employees in a fair, dignified and respectful manner, offering their employees a workplace free from hostile and inhuman treatment, sexual harassment or abuse, moral harassment, physical punishment or torture, physical coercion or verbal abuse. Suppliers shall reject any type of discriminatory, biased or unlawful practice.
- Health and Safety Risks: Third Parties shall undertake to comply with safety standards and improve their procedures and employees continuously aiming at the safety of their operations, activities and facilities, and to mitigate risks to society, preserve the bodily integrity of their employees and the population, and ensure a permanent commitment towards Safety.

All third parties must have proper controls, work safety procedures, preventive maintenance and technical protection measures in force to mitigate health and safety risks at the workplace. They must also have efficient health and safety programs, in accordance with the applicable rules and guidelines.



- **Sustainability and Environment:** Eneva expects its third parties to recognize the environment as a resource for the survival of society and, therefore, the Third Parties shall carry out their business and activities with social and environmental responsibility. The Third Parties shall treat and encourage the sustainable use of natural resources with no waste, seeking to preserve the environment, comply with the Brazilian environmental law, and adopt a policy to prevent environmental crimes from being committed in relation to their activities, products and services.
- **Misuse of information:** The Third Party shall refrain from sharing ENEVA's information that are not required to be shared out of the business, and keep all information received confidential.

In addition, the adoption of the highest environmental standards shall be a priority for the Third Party aiming to minimize the risks and impacts of the business activities.

ENEVA does not carry out business with third parties who violate the guidelines under the Responsible Management paragraph. Furthermore, the violation of the provisions above may lead to contractual measures, including termination and applicable proceedings.

Compliance with the Code of Conduct for Third Parties

Third Parties, subcontractors and all their employees, representatives or agents who provide services to Eneva or act on their behalf are required to comply with this Code of Conduct.

Eneva reserves itself the right, at any time, to carry out surveys, assessments, inspections and audits, including visits to the Third Party's facilities, either by themselves or with the support of other third parties, to verify their full compliance with this Code and the commitments described herein.

In case of any non-compliance with any of the conduct commitments provided for in this Code, the Third Party shall take measures to timely remedy such non-compliance, as provided by Eneva, regardless of the application of penalties provided for in the contract.

By accepting this Third Party Code of Conduct, the Third Parties acknowledge that their failure to comply with said Code shall enable Eneva and any of its companies to terminate any agreement or contract, or exclude the third party from Eneva's roll of suppliers.



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Reporting Channel

If the Third Party or their collaborators, under the commercial relationship with ENEVA, realizes that the provisions of this Third Party Code of Conduct are not being complied with, or that ENEVA's or its professionals' conduct is not consistent with their own Code of Conduct, the Third Party shall report such non-compliance through the ENEVA reporting channel.

All Third Parties shall freely report their concerns and immediately inform ENEVA of any conduct or situation that might be violating this Code or ENEVA's policies, the applicable laws or regulations.

The Third Party's employees shall have the option to report any suspicions or the existence of activities that might be unlawful at the workplace. Any report shall be kept confidential. The Third Parties shall investigate the reports and take corrective action whenever required.

The Third Parties may report their doubts and violations through the following channels:

1. **Website: www.contatoseguro.com.br**
2. **By phone: 0800 601 8679**

If the Third Party prefers not to identify themselves, ENEVA shall ensure their anonymity. The identity of the person who is reporting any violation shall be kept confidential. If requested, the reporter shall be informed about the development of their report.

ENEVA shall not take or accept any retaliation or discrimination measure by the Third Party against anyone who is concerned about issues related to the matters addressed in this Code and/or reports any suspected violation of the Eneva guidelines, provided that the information is provided in good faith.

The Third Party shall contact ENEVA's Compliance team by e-mail in case they have any question about the content of this Code: compliance@eneva.com.br .



ACKNOWLEDGMENT OF RECEIPT AND AGREEMENT

I, _____, hereby state, for all due purposes, that I have received a full copy of the ENEVA Third Party Code of Conduct ("Code"), have read and understood its provisions, and I am well aware of the Company's policies and anti-corruption laws.

I also state that I have been notified that the compliance with such Code is mandatory in all situations and circumstances that are directly or indirectly linked to the activities provided to ENEVA, as well as of my responsibility to communicate, ensure the understanding and comply with the standards contained herein by my employees, partners, shareholders, directors and subcontractors.

I undertake to promptly report to ENEVA any information that I might become aware of any violations of the Code, ENEVA's policies or legislation that has occurred or subsequently occurs.

PLACE AND DATE

SIGNATURE

REPRESENTED COMPANY